

The below described is **SIGNED**.

~~Prepared and Submitted by~~
Dated: October 22, 2014

Matthew M. Boley (8536)
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R. KIMBALL MOSIER
U.S. Bankruptcy Judge



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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re: FORMER PAYROLL COMPANY, INC. f/k/a PayPro, Inc., Debtor.	Bankruptcy No. 14-28633 RKM Chapter 11 Honorable R. Kimball Mosier
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**FINDINGS AND CONCLUSIONS REGARDING
APPOINTMENT OF A CHAPTER 11 TRUSTEE**

The matters before the Court are: (a) the *Committee's Motion to Appoint a Chapter 11 Trustee* [Docket No. 38] (the "**Committee's Motion**"), filed by the Official Committee of Unsecured Creditors in this case (the "**Committee**"); (b) the *United States Trustee's Motion for the Appointment of a Chapter 11 Trustee or, in the Alternative, Appointment of an Examiner and Memorandum of Points and Authorities in Support of the Motion* [Docket No.40] (the "**US Trustee's Motion**"); and (c) the *Stipulation Between the Debtor, the Committee and the United States Trustee* [Docket No. 65] (the "**Stipulation**").

On October 14, 2014, the Court conducted a hearing on the Committee's Motion and the US Trustee's Motion (collectively, the "**Motions**"). At the hearing, Former Payroll Company,

Inc. (the “Debtor”), the Committee, and the United States Trustee each appeared through counsel, as noted on the record, and other appearances (if any) are noted on the record.

After considering the Committee’s Motion, the Trustee’s Motion, the Stipulation, the representations of counsel at the hearing, and other relevant information of record in this case, the Court hereby

FINDS AND CONCLUDES as follows:

1. notice of the Motions and of the hearing on the Motions was adequate and appropriate in the particular circumstances;
2. no party-in-interest has filed an objection to the Motions;
3. the Stipulation resolves the issues raised in the Motions among the Debtor, the Committee, and the United States Trustee in a fair, reasonable and equitable manner; and
4. the appointment of a Chapter 11 trustee pursuant to 11 U.S.C. § 1104(a)(2) is in the interests of creditors and the estate.

Other findings and conclusions, if any, were made on the record at the hearing on the Motions.

The Court will enter a separate order directing the appointment of a Chapter 11 trustee pursuant to 11 U.S.C. § 1104(a)(2).

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